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ELSWORTH C. ALVORD (1964)

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28010-BBBBBBB

RECORDATION NO. _____ FILED

NOV 04 '11 -4 3 0 PM

SURFACE TRANSPORTATION BOARD

November 4, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest Series C, dated as of November 4, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to Memorandum and Restated Comprehensive Memorandum of Security Agreements previously filed with the Board under Recordation Number 28010-YYYYYY.

The name and address of the party to the enclosed document are:

Secured Party: Deutsche Bank Trust Company Americas
as Series C Subsidiary Collateral Agent
60 Wall Street, 26th Floor
New York, NY 10005

[Grantors: The CIT Group/Equipment Financing, Inc.
The CIT Group/Corporate Aviation, Inc.
c/o CIT Group Inc.
1 CIT Drive
Livingston, NJ 07039]

Chief, Section of Administration
November 4, 2011
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A description of the railroad equipment covered by the enclosed document is:

240 covered hopper railcars RELEASED within the series CN 372201- CN 372286 and within the series CN 376500- CN 376717 as more particularly set forth in the exhibit set forth in the document.

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest Series C.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem
Enclosures

PARTIAL TERMINATION AND RELEASE OF SECURITY INTEREST
Series C

The undersigned DEUTSCHE BANK TRUST COMPANY AMERICAS, as Subsidiary Collateral Agent (as defined in the Collateral Agreement described below) for the Subsidiary Secured Parties (in such capacity, the "Collateral Agent") does hereby terminate, release and discharge the security interest held by it on that certain railroad equipment identified on Exhibit A attached hereto (the "Released Equipment"), without recourse, representation or warranty.

Such security interest was granted pursuant to that certain Series C Collateral Agreement, dated as of March 30, 2011 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), pursuant to which, among other things, the CCF Group/Equipment Financing, Inc., The CCF Group/Corporate Aviation, Inc. and CCF Leasing Corporation (collectively, the "Grantors"), granted to the Collateral Agent (including any successor collateral agent), for the benefit of the Secured Parties, a lien on, and security interest in, all of their right, title and interest in, to and under, now and hereafter, certain of each such Grantor's railcars and other rolling stock, whether now owned or hereafter acquired, a Memorandum of which was recorded with the Surface Transportation Board under Recordation No. 28010-XXXX. An amended and restated Memorandum of such security interest was subsequently recorded with the Surface Transportation Board under Recordation No. 28010-YYYYY.

This instrument shall be governed by, and construed in accordance with, the law of the State of New York.

This instrument is executed upon the express conditions that (a) nothing herein contained shall be construed to release from the lien of the aforesaid Collateral Agreement or to impair said lien upon any property subject thereto, except the Released Equipment and (b) the foregoing release shall not apply to the proceeds of the disposition of the Released Equipment, which proceeds shall be subject to the lien of the aforesaid Collateral Agreement to the extent provided for therein.

[Signature pages follow]

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RECORDATION NO. _____ FILED _____

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SURFACE TRANSPORTATION BOARD

DEUTSCHE BANK TRUST COMPANY
AMERICAS.

as Collateral Agent

By: Winsome Ferguson

Name: **IRENE SIEGEL**
Title: **VICE PRESIDENT**

Title: _____

By: Irene Siegel

Name: _____

Title: **MARINA INOA**
ASSOCIATE

NOTARY STATEMENT

STATE OF NEW YORK
COUNTY OF NEW YORK

I, Winsome Ferguson, a Notary Public, qualified in Bronx County, New York, do hereby certify that on this 4 day of May, 2001, personally appeared EILEEN DIAZ and IRENE SIEGEL, who acknowledged themselves to be Officers and Subsidiary Collateral Agent, respectively of Deutsche Bank Trust Company Americas, as Subsidiary Collateral Agent and that they, as such officers being authorized to do so, executed the foregoing instrument in the capacity therein contained and for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand

Winsome Ferguson
Notary Public

My commission expires _____

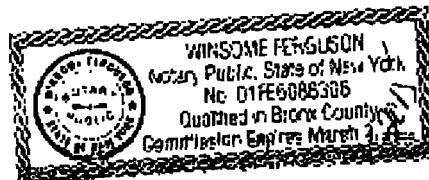


Exhibit A

Two hundred forty (240) covered hopper cars, marked and numbered as follows:

Mark	Number	Mark	Number	Mark	Number
1	CN 372201	48	CN 376645	95	CN 372227
2	CN 372202	49	CN 376646	96	CN 372228
3	CN 372203	50	CN 376647	97	CN 372229
4	CN 372204	51	CN 376648	98	CN 372230
5	CN 372205	52	CN 376649	99	CN 372232
6	CN 372206	53	CN 376650	100	CN 372233
7	CN 372207	54	CN 376653	101	CN 372235
8	CN 372208	55	CN 376654	102	CN 372236
9	CN 372209	56	CN 376655	103	CN 372239
10	CN 372210	57	CN 376657	104	CN 372241
11	CN 372212	58	CN 376658	105	CN 372242
12	CN 372213	59	CN 376659	106	CN 372243
13	CN 372215	60	CN 376662	107	CN 372244
14	CN 372216	61	CN 376663	108	CN 372245
15	CN 372217	62	CN 376664	109	CN 372246
16	CN 372218	63	CN 376665	110	CN 372247
17	CN 376607	64	CN 376666	111	CN 372248
18	CN 376608	65	CN 376667	112	CN 372249
19	CN 376609	66	CN 376668	113	CN 372250
20	CN 376610	67	CN 376669	114	CN 372251
21	CN 376611	68	CN 376670	115	CN 372253
22	CN 376612	69	CN 376671	116	CN 372254
23	CN 376614	70	CN 376672	117	CN 372255
24	CN 376615	71	CN 376673	118	CN 372257
25	CN 376616	72	CN 376677	119	CN 372258
26	CN 376618	73	CN 376679	120	CN 372259
27	CN 376619	74	CN 376683	121	CN 372261
28	CN 376620	75	CN 376684	122	CN 372262
29	CN 376621	76	CN 376685	123	CN 372263
30	CN 376623	77	CN 376687	124	CN 372266
31	CN 376624	78	CN 376688	125	CN 372268
32	CN 376625	79	CN 376690	126	CN 372269
33	CN 376628	80	CN 376692	127	CN 372270
34	CN 376629	81	CN 376694	128	CN 372272
35	CN 376630	82	CN 376696	129	CN 372273
36	CN 376632	83	CN 376699	130	CN 372274
37	CN 376633	84	CN 376700	131	CN 372275
38	CN 376635	85	CN 376701	132	CN 372276
39	CN 376636	86	CN 376702	133	CN 372277
40	CN 376637	87	CN 376703	134	CN 372278
41	CN 376638	88	CN 376710	135	CN 372280
42	CN 376639	89	CN 376720	136	CN 372281
43	CN 376640	90	CN 376721	137	CN 372283
44	CN 376641	91	CN 376722	138	CN 372284
45	CN 376642	92	CN 376723	139	CN 372286
46	CN 376643	93	CN 376724	140	CN 376500
47	CN 376644	94	CN 376725	141	CN 376501

Mark	Number	Mark	Number	Mark	Number
142	376503	177	376542	212	376580
143	376505	178	376543	213	376581
144	376506	179	376545	214	376582
145	376507	180	376546	215	376583
146	376508	181	376547	216	376584
147	376509	182	376548	217	376585
148	376510	183	376549	218	376587
149	376511	184	376550	219	376588
150	376512	185	376552	220	376589
151	376513	186	376553	221	376590
152	376515	187	376554	222	376591
153	376517	188	376555	223	376592
154	376518	189	376556	224	376593
155	376519	190	376557	225	376595
156	376520	191	376558	226	376596
157	376521	192	376559	227	376597
158	376522	193	376560	228	376598
159	376523	194	376561	229	376599
160	376524	195	376562	230	376600
161	376525	196	376563	231	376601
162	376526	197	376564	232	376605
163	376527	198	376565	233	376606
164	376528	199	376566	234	376605
165	376529	200	376567	235	376706
166	376530	201	376568	236	376708
167	376531	202	376569	237	376712
168	376532	203	376570	238	376713
169	376533	204	376571	239	376714
170	376534	205	376572	240	376717
171	376535	206	376574		
172	376536	207	376575		
173	376537	208	376576		
174	376539	209	376577		
175	376540	210	376578		
176	376541	211	376579		

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/4/11


Edward M. Luria